

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re	:	Chapter 11
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Gawker Media LLC, <i>et al.</i> , ¹	:	Case No. 16-11700 (SMB)
	:	
Debtors.	:	(Jointly Administered)
	:	
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**ORDER AUTHORIZING THE RETENTION AND EMPLOYMENT
OF SIMPSON THACHER & BARTLETT LLP AS COUNSEL TO THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS PURSUANT TO SECTIONS
328(a), 330 AND 1103(a) OF THE BANKRUPTCY CODE EFFECTIVE
NUNC PRO TUNC TO JUNE 24, 2016**

This matter coming before the court on the Application of the Official Committee of Unsecured Creditors of Gawker Media LLC, *et al.*, for Entry of an Order Pursuant to Sections 328(a), 330 and 1103(a) of the Bankruptcy Code and Fed. R. Bankr. P. 2014 and 2016 for Authority to Retain and Employ Simpson Thacher & Bartlett LLP Effective *Nunc Pro Tunc* to June 24, 2016 (the “**Application**”)²; the Court having reviewed the Application and the Declaration of Sandeep Qusba (the “**Qusba Declaration**”) and the Declaration of Ashely Terrill, Committee Co-Chair; and the Court having found based on the representations made in the Application and in the Qusba Declaration that (a) Simpson Thacher & Bartlett LLP does not hold or represent an interest adverse to the Debtors’ estates and (b) Simpson Thacher & Bartlett LLP is a “disinterested person” as defined in section 101(14) of the Bankruptcy Code and as required by section 327(a) of the Bankruptcy Code; the Court finding that (a) the Court has jurisdiction

¹ The last four digits of the taxpayer identification number of the debtors are: Gawker Media LLC (0492); Gawker Media Group, Inc. (3231); and Kinja Kft. (5056). The offices of Gawker Media LLC and Gawker Media Group, Inc. are located at 114 Fifth Avenue, 2d Floor, New York, NY 10011. Kinja Kft.’s offices are located at Andrássy út. 66 1062 Budapest, Hungary.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Application.

over this matter pursuant to 28 U.S.C. §§ 157 and 1334; (b) this is a core proceeding pursuant to 28 U.S.C. § 157(b); and (c) notice of the Application is sufficient under the circumstances and no further notice is required; and the Court having determined that the legal and factual basis set forth in the Application establish just cause for the relief granted herein and the Court having determined that the relief sought in the Application is in the best interests of the Committee and its constituents; and after due deliberation and sufficient cause appearing therefor, it is hereby:

ORDERED, that the Application is granted to the extent provided herein; and it is further

ORDERED that the Committee is authorized, pursuant to section 328(a) of the Bankruptcy Code, and effective as of June 24, 2016, to employ and retain Simpson Thacher as its counsel;

ORDERED, that Simpson Thacher shall be compensated in accordance with the procedures set forth in sections 330 and 331 of the Bankruptcy Code, applicable Bankruptcy Rules, the Local Rules and any other such procedures as may be fixed by order of this Court; and it is further

ORDERED, that prior to any increases in its hourly rates beyond the rates set forth in the Application, Simpson Thacher shall provide ten days' notice of any such increases to the Debtors, the United States Trustee, counsel to US VC Partners as Second Lien Lender, and Cerberus Business Finance LLC as DIP Lender and file the notice on ECF. The United States Trustee retains all rights to object to such rate increase, and the Court retains the right to review any rate increase; and it is further

ORDERED, that this Court shall retain jurisdiction over any and all issues arising from or related to the implementation and interpretation of this Order.

Dated: August 16th, 2016
New York, New York

/s/ STUART M. BERNSTEIN
THE HONORABLE STUART M. BERNSTEIN
UNITED STATES BANKRUPTCY JUDGE

